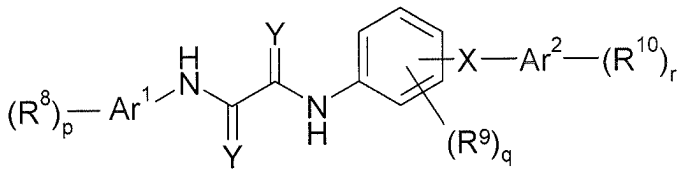
AMENDMENTS

In the Claims:

Please amend the claims as follows:

Claim 1-32. (Canceled).

33. (Currently amended) The compound of formula II,



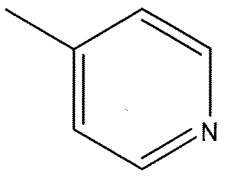
II,

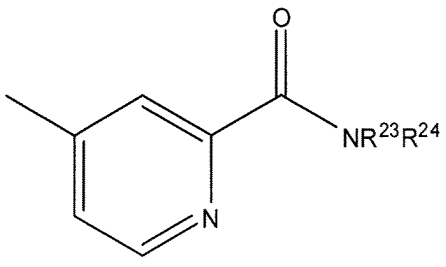
wherein

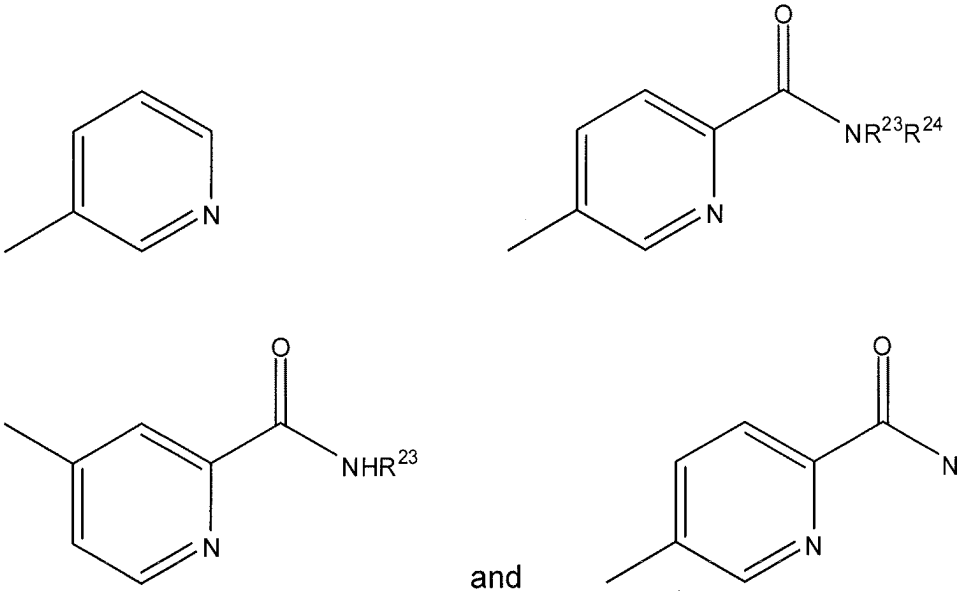
Y is O,

Ar^1 is selected from the group consisting of aromatic hydrocarbons containing 6 to 14 carbon atoms and ethylenical unsaturated [[or]] and aromatic heterocyclic residues containing 3 to 10 carbon atoms and one or two heteroatoms, the heteroatoms independently selected from the group consisting of N, O and S,

Ar^2 is pyridinyl bonded to X in the 3- or 4- position relative to the pyridinyl N, and Ar^2 $-(R^{10})_r$ is selected from the group consisting of:







R^8, R^9,

R^{23} and R^{24} are independently selected from the group consisting of H, A, cycloalkyl comprising 3 to 7 carbon atoms, Hal, CH_2Hal, $CH(Hal)_2$, $C(Hal)_3$, NO_2, $(CH_2)_nCN$, $(CH_2)_nNR^{11}R^{12}$, $(CH_2)_nOR^{11}$, $(CH_2)_nO(CH_2)_kNR^{11}R^{12}$, $(CH_2)_nCOOR^{12}$, $(CH_2)_nCONR^{11}R^{12}$, $(CH_2)_nNR^{11}COR^{13}$, $(CH_2)_nNR^{11}CONR^{11}R^{12}$, $(CH_2)_nNR^{11}SO_2A$, $(CH_2)_nSO_2NR^{11}R^{12}$, $(CH_2)_nS(O)_uR^{13}$, $(CH_2)_nOC(O)R^{13}$, $(CH_2)_nCOR^{13}$, $(CH_2)_nSR^{11}$, CH=N-OA, CH_2CH=N-OA, $(CH_2)_nNHOA$, $(CH_2)_nCH$=N-R^{11}, $(CH_2)_nOC(O)NR^{11}R^{12}$, $(CH_2)_nNR^{11}COOR^{12}$, $(CH_2)_nN(R^{11})CH_2CH_2OR^{13}$, $(CH_2)_nN(R^{11})CH_2CH_2OCF_3$, $(CH_2)_nN(R^{11})C(R^{13})HCOOR^{12}$, $C(R^{13})HCOR^{12}$, $(CH_2)_nN(R^{11})CH_2CH_2N(R^{12})CH_2COOR^{12}$, $(CH_2)_nN(R^{11})CH_2CH_2NR^{11}R^{12}$, $CH=CHCOOR^{11}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2OR^{13}$, $(CH_2)_nN(COOR^{11})COOR^{12}$, $(CH_2)_nN(CONH_2)COOR^{11}$, $(CH_2)_nN(CONH_2)CONH_2$, $(CH_2)_nN(CH_2COOR^{11})COOR^{12}$, $(CH_2)_nN(CH_2CONH_2)COOR^{11}$, $(CH_2)_nN(CH_2CONH_2)CONH_2$, $(CH_2)_nCHR^{13}COR^{11}$, $(CH_2)_nCHR^{13}COOR^{11}$, $(CH_2)_nCHR^{13}CH_2OR^{14}$, $(CH_2)_nOCN$ and $(CH_2)_nNCO$, wherein

R^{11}, R^{12} are independently selected from the group consisting of H, A, $(CH_2)_mAr^3$ and $(CH_2)_mHet$, or in $NR^{11}R^{12}$, R^{11} and R^{12} form, together with the N-Atom they are bound to, a 5-, 6- or 7-membered heterocycles which optionally contains 1 or 2 additional heteroatoms, selected from the group consisting of N, O and S,

R^{13}, R^{14} are independently selected from the group consisting of H, Hal, A, $(CH_2)_mAr^4$ and $(CH_2)_mHet$,

A is selected from the group consisting of alkyl, alkenyl, cycloalkyl, alkylenecycloalkyl, alkoxy and alkoxyalkyl,

Ar^3, Ar^4 are independently aromatic hydrocarbon residues comprising 5 to 12 carbon atoms optionally substituted by one or more substituents, selected from the group consisting of A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, NR^{15} $CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

Het is a saturated, unsaturated or aromatic heterocyclic residue which is optionally substituted by one or more substituents, selected from the group consisting of A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, $NR^{15}CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

R^{15}, R^{16} are independently selected from the group consisting of H, A, and $(CH_2)_mAr^5$, wherein

Ar^5 is a 5- or 6-membered aromatic hydrocarbon optionally substituted by one or more substituents selected from the group consisting of methyl, ethyl, propyl, 2-propyl, tert.-butyl, Hal, CN, OH, NH_2 and CF_3,

k, m and n are independently of one another 0, 1, 2, 3, 4, or 5;

X is selected from the group consisting of O, S, and CH_2,

p is 0, 1, 2, 3, 4 or 5,

q is 0,

u is 0, 1, 2 or 3,

and

Hal is selected from the group consisting of F, Cl, Br and I;

and salts of the compound.

Claims 34-37. (Canceled).

38. (Currently amended) A composition, comprising an effective amount of the compound of claim 33 or pharmaceutically acceptable salts thereof in a pharmaceutical composition.

Claims 39-42. (Canceled).

43. (Currently amended) The composition of claim 38, further comprising a compound selected from the group consisting of physiologically acceptable excipients, auxiliaries, adjuvants, and carriers ~~and pharmaceutical active ingredients other than the compounds according to claim 38~~.